



ONTARIO SUPERIOR COURT OF JUSTICE
(COMMERCIAL LIST)

COUNSEL SLIP/ENDORSEMENT

COURT FILE NO.: CV-22-00685133-00CL DATE: 20 July 2023

NO. ON LIST: 1

TITLE OF PROCEEDING: CHRISCWE HOLDINGS INC v. OASIS GLOBAL INC.

BEFORE JUSTICE: KIMMEL

PARTICIPANT INFORMATION

For Plaintiff, Applicant, Moving Party, Crown:

Name of Person Appearing	Name of Party	Contact Info
Catherine Francis / Yosef Adler	CHRISCWE HOLDINGS INC.	cfrancis@mindengross.com / yadler@mindengross.com
Jonathan Roth	CHRISCWE HOLDINGS INC. (in action CV-22-00687535)	jroth@rothadvocacy.com

For Defendant, Respondent, Responding Party, Defence:

Name of Person Appearing	Name of Party	Contact Info
Ryan W. O. Chan / Jeffrey E. Feiner	Oasis Global Inc., John Mark Rivers, a.k.a. Mark Rivers and 2833713 Ontario Inc.	rchan@cormanfeiner.com

For Other, Self-Represented:

Name of Person Appearing	Name of Party	Contact Info
Adam Ship	RBC (in action CV-22-00687535)	aship@mccarthy.ca
Gary Caplan / Aram Simovonian	Crowe Soberman Inc.	gcaplan.scalzilaw@outlook.com / asimovonian.scalzilaw@outlook.com
Hans Rizarri	Receiver	
Daniel Posner	Receiver	

ENDORSEMENT OF JUSTICE KIMMEL:

1. There have been a number of attendances before Justice Steele in this matter. A non-possessory receivership order was made on May 31, 2023 over Oasis Global Inc. and Mark Rivers.
2. Today's case conference was scheduled for the primary purpose of updating the court the debtors' efforts to secure alternative financing.
3. The receivership order was not initially made in respect of 283373 Ontario Inc. ("283"), which company was not originally named as a defendant and did not directly grant security to ChisCwe Holdings Inc. ("ChrisCo"). 283 also was not a party to the original arbitration award giving rise to the judgment in favour of ChrisCo upon which it relies, in part, in this proceeding. However, leave was granted to add 283 as a defendant by the May 31, 2023 endorsement of Steele J.. At that time, the court ordered and directed, among other things, that:
 - a. ChrisCo has leave to amend its statement of claim.
 - b. The parties shall coordinate the schedule for 283's statement of defence and next steps in the proceeding.
 - c. The non-possessory receiver could return to court if it was of the view that it would be just and convenient to expand the breadth of the receiver's powers and/or to expand the receiver's powers to cover 283 as well.
 - d. The parties shall book a case conference at a time in July, 2023 that is convenient for the parties before the end of July, 2023 to apprise the court of the status of the TD financing. This does not preclude the interim non-possessory receiver, or any other party, seeking an earlier Court appointment if required.
 - e. If the TD financing is not secured by the return date in July 2023, the Court may see fit to expand the receiver's powers.
4. When the receivership order was settled, the following language was included regarding the appointment of the receiver:
 - a. [W]ithout prejudice to the Receiver's right to return to the court to seek an expansion of its powers if the Court is of the view that it is just and convenient to expand the breadth of the Receiver's powers and/or to expand the Receiver's powers to cover the assets, undertakings and property of 283.
 - b. [T]o monitor and evaluate the business, operations and Property of Oasis and Rivers, including but not limited to the business and operations of Oasis and/or Rivers carried on through 283;
5. Oasis and Rivers have commenced a separate action against ChrisCo and others, including RBC (CV-22-00687535, the "RBC Action"). The defendants' also have counterclaimed against the plaintiffs in this action.
6. Each of the plaintiffs, the defendants and the receiver came to today's case conference seeking directions and orders from the court:
 - a. The Receiver seeks directions from the court regarding:
 - i. Certain information and records it seeks from the defendants relating to 283, either by direction of the court on the basis that what it seeks (summarized in schedule 4 to its Aide Memoire and in a July 16, 2023 email sent to the defendants) falls within the existing non-possessory receivership order that covers the business carried on by Oasis and Rivers through 283, or by the expansion of the receivership to include 283 and another company, Mill Valley; and, in any event,
 - ii. The expansion of the receivership to be possessory;
 - iii. A motion to approve the receiver's first report and activities described therein.
 - b. The defendants:

- i. Seek an order staying the previous orders of Steele J.;
 - ii. The co-operation of the plaintiffs in the defendants' refinancing efforts, which the plaintiffs assert has not been forthcoming;
 - iii. Timetabling of discovery and other interlocutory steps in this action;
 - iv. A motion to consolidate this action with the RBC Action.
 - c. The plaintiffs:
 - i. Seek the urgent scheduling of the motion to expand the receivership (in accordance with the receiver's recommendations and directions sought by the receiver); and
 - ii. Oppose what they characterize as re-litigation of issues by the defendants.
7. After a late start due to some confusion about the time that this case conference was scheduled to commence, and after considering both written and oral submissions by counsel for all parties, the court provides the following directions:
 - a. The receiver's motion for directions and/or plaintiffs' motion to expand the receivership, and the defendants' motion to stay the previous order(s) for the appointment of the receiver have been scheduled on an urgent basis for two hours on August 11, 2023. This hearing is presently set to commence at 11:00 a.m. but counsel should check in CaseLines and with the scheduling office in advance of the hearing date to confirm the start time. The parties shall agree now on a timetable for all material for these motions that results in all material having been served and filed and available to be uploaded into CaseLines by the end of day on August 8, 2023.
 - b. The receiver may also include in its motion returnable on August 11, 2023 the approval of its first report and activities therein, on the assumption that it will be unopposed. The delivery of the material for this motion by the receiver should be timetabled with the material for the contested motions, above. If it turns out that this relief is being opposed, there may not be sufficient time to deal with that motion on August 11, 2023 and a new motion date may need to be scheduled as it is not "urgent".
 - c. The defendants' motion to consolidate this action with the RBC Action is scheduled for a half day on November 17, 2023 commencing at 10:00 a.m. Counsel for the parties shall agree by no later than August 31, 2023 upon a timetable for the exchange of material for that motion that results in all material having been served, filed and available to be uploaded into CaseLines by the end of the day on November 14, 2023.
 - d. In the meantime, the parties shall work co-operatively:
 - i. To provide information and documents reasonably requested by the receiver, whether pursuant to the existing receivership order or on the basis that they will likely have to be produced either as part of the receivership or as part of the discoveries in any event if the action continues;
 - ii. To consider if there are steps that can be taken to advance the discovery process even while the consolidation motion is pending, and without prejudice to positions that may be taken on that motion;
 - iii. To facilitate and consider prospective alternative financing opportunities that may be presented while preserving continuing rights and interests of the affected and interested parties.
8. This endorsement and the orders and directions contained in it shall have the immediate effect of a court order without the necessity of a formal order being taken out.



KIMMEL J.